

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

MEIRA RUBIN, INDIVIDUALLY AND ON
BEHALF OF ALL OTHERS SIMILARLY
SITUATED, :

Plaintiff,

-against-

FUWEI FILMS (HOLDINGS) CO., LTD.,
XIAOAN HE, LIN TANG, MARK E.
STULGA, TONGHU ZHOU, DUO WANG,
JUN YIN, MAXIM GROUP LLC,
CHARDAN CAPITAL MARKETS, LLC and
WR HAMBRECHT & CO., LLC, :

Defendants.

X

X

12/05/2007
FILED
CLERK'S OFFICE
U.S. DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
DOCS-1
DATE FILED: 12-5-07

No. 07 CV 10323 (UA)

**STIPULATION AND [PROPOSED]
ORDER EXTENDING TIME TO
RESPOND TO COMPLAINT**

USDC SDNY
DOCUMENT
ELECTRONICALLY FILED
12/05/2007
DATE FILED: 12-5-07

Whereas, Plaintiff Meira Rubin (“Plaintiff”) filed the above-captioned putative class action on November 14, 2007, and published a notice pursuant to the Private Securities Litigation Reform Act (“PSLRA”). 15 U.S.C. § 78u-4(a)(3)(A)(i);

Whereas, the PSLRA provides that the Court, upon proper motion, shall appoint lead plaintiffs and lead counsel to represent the putative class’ interests. 15 U.S.C. § 78u-4(a)(3)(B)(i);

Whereas, Plaintiff or any other class members may move the Court to serve as lead plaintiffs and have their choice of lead counsel approved on or before December 18, 2007. 15 U.S.C. § 78u-4(a)(3)(A)(i)(II);

Whereas, the parties anticipate the filing of an amended Complaint, and consolidation of this action with any similarly filed actions as appropriate;

Whereas, counsel for Plaintiff, counsel for Defendant Fuwei Films (Holdings) Co., Ltd. (“Fuwei”), and counsel for Defendants Maxim Group LLC (“Maxim”), Chardan Capital Markets, LLC, (“Chardan”) and WR Hambrecht & Co., LLC (“WR Hambrecht”) (collectively, the “Underwriters”) have conferred and agree that it would be an unnecessary duplication of effort for Fuwei and the Underwriters to answer or otherwise respond to the Complaint;

Whereas, Fuwei currently must move, answer, or otherwise respond to the Summons and Complaint on or before December 6, 2007;

Whereas, Maxim and WR Hambrecht currently must move, answer, or otherwise respond to the Summons and Complaint on or before December 5, 2007;

Whereas Defendant Chardan has not yet been served with the Summons and Complaint;

Whereas, Fuwei, Maxim and WR Hambrecht have not previously requested an extension of time to respond to the Summons and Complaint;

IT IS THEREFORE STIPULATED AND AGREED, by and between Plaintiff and Chardan that by entering into this stipulation, Chardan has agreed to accept service of the Complaint and therefore, waives its objections to this Complaint to insufficiency of process and improper service of process *only*;

IT IS THEREFORE FURTHER STIPULATED AND AGREED, by and between Plaintiff, Fuwei and the Underwriters, by and through their undersigned counsel and subject to the approval of this Court, that:

1. The time for Fuwei and the Underwriters to move, answer, or otherwise respond to the Summons and Complaint in this action shall be extended up to and including

a date sixty (60) days after the filing of an amended complaint, unless otherwise agreed by the parties or ordered by the Court; and

2. By entering into this stipulation, the undersigned counsel for Fuwei and the Underwriters contend that they are making only a limited, and not general appearance, for the sole purpose of obtaining an extension of time to answer, move or otherwise respond to the Complaint and have preserved and are not waiving and have not waived any objections, defenses or responses to the Complaint other than as specified above.

DATED: December 4, 2007

WEISS & LURIE

By: _____
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*Counsel for Defendant Fuwei Films
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*Counsel for Defendants Maxim Group
LLC, Chardan Capital Markets, LLC, and
WR Hambrecht & Co., LLC*

a date sixty (60) days after the filing of an amended complaint, unless otherwise agreed by the parties or ordered by the Court; and

2. By entering into this stipulation, the undersigned counsel for Fuwei and the Underwriters contend that they are making only a limited, and not general appearance, for the sole purpose of obtaining an extension of time to answer, move or otherwise respond to the Complaint and have preserved and are not waiving and have not waived any objections, defenses or responses to the Complaint other than as specified above.

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*Counsel for Defendants Maxim Group
 LLC, Chardan Capital Markets, LLC, and
 WR Hambrecht & Co., LLC*

So ordered:

12/5/07 John F. Keehan
 U.S.D.J.
 f.a.k.